

PROXY

OTTAWA-CARLETON ULTIMATE ASSOCIATION (the "Corporation")

PROXY SOLICITED BY THE BOARD OF DIRECTORS FOR A SPECIAL MEETING OF MEMBERS TO BE HELD ON NOVEMBER 13TH 2018 AT 6:30 P.M.

Proxy Information

The vote represented by this Proxy will be voted or withheld from voting as directed by the member. This Proxy confers discretionary authority on the proxyholder to vote as he or she wishes on each matter set forth in this Proxy if no choice is specified and in respect of any amendments or variations to the matters identified in the Notice of Meeting or any other matter that may properly come before the meeting in such manner as the proxyholder in his or her judgment may determine.

A member has the right to appoint another member of the Corporation to represent him or her at the meeting. Such right may be exercised by filling in the name of the person in the blank space provided. If the member wishes to designate an alternative representative to their primary proxyholder they may do so in the space provided; however, such alternative representative will only be entitled to act as proxyholder in the absence of the first-named proxyholder.

As per Section 5.07 of the Corporation's by-laws, a proxyholder must be a member of the Corporation and no person may hold more than five (5) proxies in respect of the special meeting.

Notes to Proxy Form

- This Proxy must be signed by the member. If you are an individual, please sign exactly as your name is registered. If the member is a corporation, a duly authorized officer or attorney of the corporation must sign the Proxy.
- This Proxy should be read in conjunction with the Notice of Meeting.
- If not dated, this Proxy is deemed to bear the date on which it was mailed on behalf of the board of directors of the Corporation.

Appointment of Proxyholder

The undersigned member of the Corporation hereby appoints _____ as proxy of the undersigned with full power of substitution, or instead of her/him, _____, as alternative proxy of the undersigned, to attend, vote and act for and on behalf of the undersigned at the Special Meeting of the Members to be held on November 13th, 2018 at 6:30 p.m. and at any adjournment of the Meeting (with full power to the proxyholder to waive notice of the Meeting on behalf of the undersigned).

The board of directors recommend that members vote FOR items 1 and 2. Where no choice is specified, the proxyholders designated by the board of directors intend to vote FOR item 1 and 2.

	FOR	AGAINST	WITHHOLD
1. To approve the amalgamation of the Corporation and UPI pursuant to the <i>Canada Not-for-Profit Corporations Act</i> , which resolution is attached to the Notice of Meeting as Schedule “A”			
2. To approve the proposed amendments to the Corporation’s current statement concerning the distribution of property remaining on liquidation of the corporation, which resolution is attached to the Notice of Meeting as Schedule “A”.			

To be valid, this proxy must be signed. This proxy supersedes all proxies of earlier dates.

DATED the ____ day of _____, 2018.

Signature
